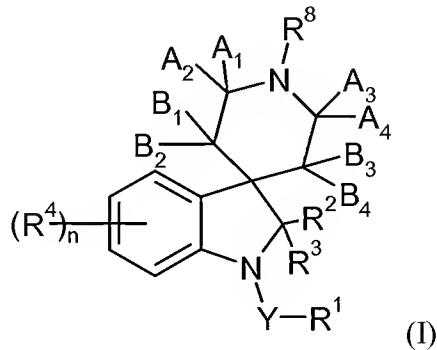


**In The Claims:**

Please replace the previously presented claim set with the following replacement claim set:

1. (Previously Presented) A compound of formula I:



wherein:

Y is a single bond, C=O, C=S or S(O)<sub>m</sub> where m is 0, 1 or 2;

R<sup>1</sup> is hydrogen, optionally substituted alkyl, optionally substituted alkoxy carbonyl, optionally substituted alkyl carbonyl, aminocarbonyl, optionally substituted alkylaminocarbonyl, optionally substituted dialkylaminocarbonyl, optionally substituted aryl, optionally substituted heteroaryl, optionally substituted alkoxy, optionally substituted aryloxy, optionally substituted heteroaryloxy, optionally substituted heterocyclyloxy, cyano, optionally substituted alkenyl, optionally substituted alkynyl, optionally substituted cycloalkyl, optionally substituted cycloalkenyl, formyl, optionally substituted heterocycl, optionally substituted alkylthio, NO or NR<sup>13</sup>R<sup>14</sup> where R<sup>13</sup> and R<sup>14</sup> are independently hydrogen, COR<sup>15</sup>, optionally substituted alkyl, optionally substituted aryl, optionally substituted heteroaryl, optionally substituted heterocycl or R<sup>13</sup> and R<sup>14</sup> together with the N atom to which they are attached form a group -N=C(R<sup>16</sup>)-NR<sup>17</sup>R<sup>18</sup>;

R<sup>15</sup> is H, optionally substituted alkyl, optionally substituted alkoxy, optionally substituted aryl, optionally substituted aryloxy, optionally substituted heteroaryl, optionally substituted heteroaryloxy or NR<sup>19</sup>R<sup>20</sup>;

R<sup>16</sup>, R<sup>17</sup> and R<sup>18</sup> are each independently H or lower alkyl;

R<sup>19</sup> and R<sup>20</sup> are each independently optionally substituted alkyl, optionally substituted aryl or optionally substituted heteroaryl;

$R^2$  and  $R^3$  are each independently hydrogen, halogen, cyano, optionally substituted alkyl, optionally substituted alkoxy or optionally substituted aryl;

each  $R^4$  is independently halogen, nitro, cyano, optionally substituted  $C_{1-8}$  alkyl, optionally substituted  $C_{2-6}$  alkenyl, optionally substituted  $C_{2-6}$  alkynyl, optionally substituted alkoxycarbonyl, optionally substituted alkylcarbonyl, optionally substituted alkylaminocarbonyl, optionally substituted dialkylaminocarbonyl, optionally substituted  $C_{3-7}$  cycloalkyl, optionally substituted aryl, optionally substituted heteroaryl, optionally substituted heterocyclyl, optionally substituted alkoxy, optionally substituted aryloxy, optionally substituted heteroaryloxy, optionally substituted alkylthio or  $R^{21}R^{22}N$  where  $R^{21}$  and  $R^{22}$  are each independently hydrogen,  $C_{1-8}$  alkyl,  $C_{3-7}$  cycloalkyl,  $C_{3-6}$  alkenyl,  $C_{3-6}$  alkynyl,  $C_{3-7}$  cycloalkyl( $C_{1-4}$ )alkyl,  $C_{2-6}$  haloalkyl,  $C_{1-6}$  alkoxy( $C_{1-6}$ )alkyl, or  $C_{1-6}$  alkoxycarbonyl or  $R^{21}$  and  $R^{22}$  together with the N atom to which they are attached form a five, six or seven-membered heterocyclic ring which may contain one or two further heteroatoms selected from O, N or S and which may be optionally substituted by one or two  $C_{1-6}$  alkyl groups, or 2 adjacent groups  $R^4$  together with the carbon atoms to which they are attached form a 4, 5, 6, or 7 membered carbocyclic or heterocyclic ring which may be optionally substituted by halogen;

$n$  is 0, 1, 2, 3 or 4;

$R^8$  is optionally substituted alkyl, optionally substituted alkenyl, optionally substituted alkynyl, optionally substituted cycloalkyl, optionally substituted aryl, optionally substituted alkoxy, optionally substituted aryloxy, optionally substituted alkoxycarbonyl, optionally substituted alkylcarbonyl or optionally substituted alkenylcarbonyl;

$A_1$ ,  $A_2$ ,  $A_3$ ,  $A_4$ ,  $B_1$ ,  $B_2$ ,  $B_3$  and  $B_4$  are each independently hydrogen, halogen, hydroxy, cyano, optionally substituted  $C_{1-8}$  alkyl, optionally substituted  $C_{2-6}$  alkenyl, optionally substituted  $C_{2-6}$  alkynyl, optionally substituted alkoxycarbonyl, optionally substituted alkylcarbonyl, optionally substituted alkylaminocarbonyl, optionally substituted dialkylaminocarbonyl, optionally substituted  $C_{3-7}$  cycloalkyl, optionally substituted aryl, optionally substituted heteroaryl, optionally substituted heterocyclyl, optionally substituted alkoxy, optionally substituted aryloxy, optionally substituted heteroaryloxy, optionally substituted alkylthio, optionally substituted arylthio or  $R^{23}R^{24}N$  where  $R^{23}$  and  $R^{24}$  are each independently hydrogen,  $C_{1-8}$  alkyl,  $C_{3-7}$  cycloalkyl,  $C_{3-6}$  alkenyl,  $C_{3-6}$  alkynyl,  $C_{3-7}$  cycloalkyl( $C_{1-4}$ )alkyl,  $C_{2-6}$  haloalkyl,

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$C_{1-6}$  alkoxy( $C_{1-6}$ )alkyl, or  $C_{1-6}$  alkoxy carbonyl or  $R^{23}$  and  $R^{24}$  together with the N atom to which they are attached form a five, six or seven-membered heterocyclic ring which may contain one or two further heteroatoms selected from O, N or S and which may be optionally substituted by one or two  $C_{1-6}$  alkyl groups,

or  $A_1$  and  $A_2$  together are =O,

or  $A_3$  and  $A_4$  together are =O,

or  $B_1$  and  $B_2$  together are =O,

or  $B_3$  and  $B_4$  together are =O,

or  $A_1$  together with  $B_1$  is a bond,

or  $A_3$  together with  $B_3$  is a bond,

or  $A_1$  together with  $A_2$  form with the carbon to which they are bound a three- to seven-membered ring, and may be saturated or unsaturated, and that may contain one or two hetero atoms selected from the group consisting of N, O and S, and which may be optionally substituted by one or two  $C_{1-6}$  alkyl groups;

or  $A_1$  together with  $B_1$  form with the carbon to which they are bound a three- to seven-membered ring, and may be saturated or unsaturated, and that may contain one or two hetero atoms selected from the group consisting of N, O and S, and which may be optionally substituted by one or two  $C_{1-6}$  alkyl groups;

or  $B_1$  together with  $B_2$  form with the carbon to which they are bound a three- to seven-membered ring, and may be saturated or unsaturated, and that may contain one or two hetero atoms selected from the group consisting of N, O and S, and which may be optionally substituted by one or two  $C_{1-6}$  alkyl groups;

or  $A_1$  together with  $A_3$  form a group -CH<sub>2</sub>-, -CH=CH- or -CH<sub>2</sub>CH<sub>2</sub>;

or  $B_1$  together with  $B_3$  form a group -CH<sub>2</sub>-, -CH=CH- or -CH<sub>2</sub>CH<sub>2</sub>;

or salts or N-oxides thereof provided that when  $B_1$ ,  $B_2$ ,  $B_3$  and  $B_4$  are all H, either both  $A_1$  and  $A_2$  are different from H or both  $A_3$  and  $A_4$  are different from H.

2. (Original) A compound according to claim 1 wherein Y is a single bond or C=O.

3. (Previously Presented) A compound according to claim 1 wherein R<sup>2</sup> and R<sup>3</sup> are each independently hydrogen, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or cyano.

4. (Previously Presented) A compound according to claim 1 wherein R<sup>1</sup> is hydrogen, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> cyanoalkyl, C<sub>1-6</sub> haloalkyl, C<sub>3-7</sub> cycloalkyl(C<sub>1-4</sub>)alkyl, C<sub>1-6</sub> alkoxy(C<sub>1-6</sub>)alkyl, heteroaryl(C<sub>1-6</sub>)alkyl (wherein the heteroaryl group may be optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy, C<sub>1-6</sub> haloalkoxy, C<sub>1-6</sub> alkylsulfonyl, C<sub>1-6</sub> alkylsulfinyl, C<sub>1-6</sub> alkylthio, C<sub>1-6</sub> alkoxy carbonyl, C<sub>1-6</sub> alkylcarbonylamino, or arylcarbonyl, or two adjacent positions on the heteroaryl system may be cyclised to form a 5, 6 or 7 membered carbocyclic or heterocyclic ring, itself optionally substituted with halogen), aryl(C<sub>1-6</sub>)alkyl (wherein the aryl group may be optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy, C<sub>1-6</sub> haloalkoxy, C<sub>1-6</sub> alkylsulfonyl, C<sub>1-6</sub> alkylsulfinyl, C<sub>1-6</sub> alkylthio, C<sub>1-6</sub> alkoxy carbonyl, C<sub>1-6</sub> alkylcarbonylamino, or arylcarbonyl, or two adjacent positions on the aryl system may be cyclised to form a 5, 6 or 7 membered carbocyclic or heterocyclic ring, itself optionally substituted with halogen), C<sub>1-6</sub> alkylcarbonylamino(C<sub>1-6</sub>)alkyl, aryl (which may be optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy, C<sub>1-6</sub> haloalkoxy, C<sub>1-6</sub> alkylsulfonyl, C<sub>1-6</sub> alkylsulfinyl, C<sub>1-6</sub> alkylthio, C<sub>1-6</sub> alkoxy carbonyl, C<sub>1-6</sub> alkylcarbonylamino, or arylcarbonyl, or two adjacent positions on the aryl system may be cyclised to form a 5, 6 or 7 membered carbocyclic or heterocyclic ring, itself optionally substituted with halogen), heteroaryl (which may be optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy, C<sub>1-6</sub> haloalkoxy, C<sub>1-6</sub> alkylsulfonyl, C<sub>1-6</sub> alkylsulfinyl, C<sub>1-6</sub> alkylthio, C<sub>1-6</sub> alkoxy carbonyl, C<sub>1-6</sub> alkylcarbonylamino, or arylcarbonyl, or two adjacent positions on the heteroaryl system may be cyclised to form a 5, 6 or 7 membered carbocyclic or heterocyclic ring, itself optionally substituted with halogen), C<sub>1-6</sub> alkoxy, C<sub>1-6</sub> haloalkoxy, phenoxy (wherein the phenyl group is optionally substituted by halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino or dialkylamino), heteroaryloxy (optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), heterocyclyloxy (optionally substituted by halo, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), cyano, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>3-6</sub> cycloalkyl, C<sub>5-7</sub> cycloalkenyl, heterocyclyl (optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), C<sub>1-6</sub> alkylthio,

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$C_{1-6}$  haloalkylthio,  $NR^{13}R^{14}$  where  $R^{13}$  and  $R^{14}$  are independently hydrogen,  $C_{1-6}$  alkyl,  $C_{1-6}$  haloalkyl,  $C_{1-6}$  alkoxy( $C_{1-6}$ )alkyl, phenyl (which may be optionally substituted by halogen,  $C_{1-4}$  alkyl,  $C_{1-4}$  alkoxy,  $C_{1-4}$  haloalkyl,  $C_{1-4}$  haloalkoxy, CN,  $NO_2$ , aryl, heteroaryl, amino, dialkylamino or  $C_{1-4}$  alkoxy carbonyl), phenyl ( $C_{1-6}$ )alkyl (wherein the phenyl group may be optionally substituted by halogen,  $C_{1-4}$  alkyl,  $C_{1-4}$  alkoxy,  $C_{1-4}$  haloalkyl,  $C_{1-4}$  haloalkoxy, CN,  $NO_2$ , aryl, heteroaryl, amino, dialkylamino,  $C_{1-6}$  alkylsulfonyl, or  $C_{1-6}$  alkoxy carbonyl, or two adjacent positions on the phenyl ring may be cyclised to form a 5, 6 or 7 membered carbocyclic or heterocyclic ring, itself optionally substituted with halogen), heteroaryl ( $C_{1-6}$ )alkyl (wherein the heteroaryl group may be optionally substituted by halo, nitro, cyano,  $C_{1-6}$  alkyl,  $C_{1-6}$  haloalkyl,  $C_{1-6}$  alkoxy,  $C_{1-6}$  haloalkoxy,  $C_{1-6}$  alkylsulfonyl,  $C_{1-6}$  alkylthio,  $C_{1-6}$  alkoxy carbonyl,  $C_{1-6}$  alkyl carbonyl amine, or aryl carbonyl, or two adjacent positions on the heteroaryl system may be cyclised to form a 5, 6 or 7 membered carbocyclic or heterocyclic ring, itself optionally substituted with halogen) or heteroaryl (which may be optionally substituted by halo, nitro, cyano,  $C_{1-6}$  alkyl,  $C_{1-6}$  haloalkyl,  $C_{1-6}$  alkoxy,  $C_{1-6}$  haloalkoxy,  $C_{1-4}$  alkoxy carbonyl  $C_{1-6}$  alkyl carbonyl amine, phenyl oxycarbonyl amine (wherein the phenyl group is optionally substituted by halogen,  $C_{1-4}$  alkyl,  $C_{1-4}$  alkoxy,  $C_{1-4}$  haloalkyl,  $C_{1-4}$  haloalkoxy, CN,  $NO_2$ , aryl, heteroaryl, amino or dialkylamino), amino,  $C_{1-6}$  alkyl amine or phenyl amine (wherein the phenyl group is optionally substituted by halogen,  $C_{1-4}$  alkyl,  $C_{1-4}$  alkoxy,  $C_{1-4}$  haloalkyl,  $C_{1-4}$  haloalkoxy, CN,  $NO_2$ , aryl, heteroaryl, amino or dialkylamino)).

5. (Previously Presented) A compound according to claim 1 wherein each  $R^4$  is independently halogen, cyano,  $C_{1-8}$  alkyl,  $C_{1-8}$  haloalkyl,  $C_{1-6}$  cyanoalkyl,  $C_{1-6}$  alkoxy( $C_{1-6}$ )alkyl,  $C_{3-7}$  cycloalkyl( $C_{1-6}$ )alkyl,  $C_{5-6}$  cycloalkenyl( $C_{1-6}$ )alkyl,  $C_{3-6}$  alkenyloxy( $C_{1-6}$ )alkyl,  $C_{3-6}$  alkynyloxy( $C_{1-6}$ )alkyl, aryloxy( $C_{1-6}$ )alkyl,  $C_{1-6}$  carboxyalkyl,  $C_{1-6}$  alkyl carbonyl( $C_{1-6}$ )alkyl,  $C_{2-6}$  alkenyl carbonyl( $C_{1-6}$ )alkyl,  $C_{2-6}$  alkynyl carbonyl( $C_{1-6}$ )-alkyl,  $C_{1-6}$  alkoxy carbonyl( $C_{1-6}$ )alkyl,  $C_{3-6}$  alkenyloxy carbonyl( $C_{1-6}$ )alkyl,  $C_{3-6}$  alkynyloxy carbonyl( $C_{1-6}$ )alkyl, aryloxy carbonyl( $C_{1-6}$ )alkyl,  $C_{1-6}$  alkylthio( $C_{1-6}$ )alkyl,  $C_{1-6}$  alkylsulfinyl( $C_{1-6}$ )alkyl,  $C_{1-6}$  alkylsulfonyl( $C_{1-6}$ )alkyl, aminocarbonyl( $C_{1-6}$ )alkyl,  $C_{1-6}$  alkylaminocarbonyl( $C_{1-6}$ )alkyl, di( $C_{1-6}$ )alkylaminocarbonyl( $C_{1-6}$ )alkyl, phenyl( $C_{1-4}$ )alkyl (wherein the phenyl group is optionally substituted by halogen,  $C_{1-4}$  alkyl,  $C_{1-4}$  alkoxy,  $C_{1-4}$  haloalkyl,  $C_{1-4}$  haloalkoxy, CN,  $NO_2$ , aryl, heteroaryl, amino or

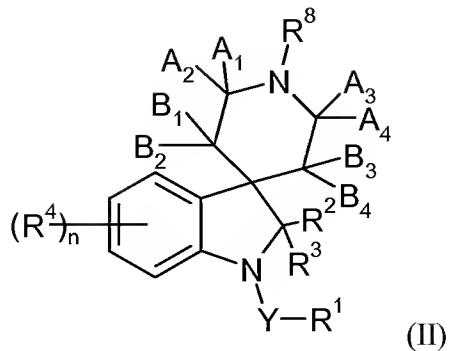
dialkylamino), heteroaryl(C<sub>1-4</sub>)alkyl (wherein the heteroaryl group is optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), heterocyclyl(C<sub>1-4</sub>)alkyl (wherein the heterocyclyl group is optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), C<sub>2-6</sub> alkenyl, aminocarbonyl(C<sub>2-6</sub>)alkenyl, C<sub>1-6</sub> alkylaminocarbonyl(C<sub>2-6</sub>)alkenyl, di(C<sub>1-6</sub>)alkylaminocarbonyl(C<sub>2-6</sub>)alkenyl, phenyl(C<sub>2-4</sub>)-alkenyl, (wherein the phenyl group is optionally substituted by halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino or dialkylamino), C<sub>2-6</sub> alkynyl, trimethylsilyl(C<sub>2-6</sub>)alkynyl, aminocarbonyl(C<sub>2-6</sub>)alkynyl, C<sub>1-6</sub> alkylaminocarbonyl(C<sub>2-6</sub>)alkynyl, di(C<sub>1-6</sub>)alkylaminocarbonyl(C<sub>2-6</sub>)alkynyl, C<sub>1-6</sub> alkoxy carbonyl, C<sub>3-7</sub> cycloalkyl, C<sub>3-7</sub> halocycloalkyl, C<sub>3-7</sub> cyanocycloalkyl, C<sub>1-3</sub> alkyl(C<sub>3-7</sub>)-cycloalkyl, C<sub>1-3</sub> alkyl(C<sub>3-7</sub>)halocycloalkyl, phenyl (optionally substituted by halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino or dialkylamino), heteroaryl (optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), or heterocyclyl (wherein the heterocyclyl group is optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), or 2 adjacent groups R<sup>4</sup> together with the carbon atoms to which they are attached form a 4, 5, 6 or 7 membered carbocyclic or heterocyclic ring which may be optionally substituted by halogen, C<sub>1-8</sub> alkoxy, C<sub>1-6</sub> haloalkoxy, phenoxy (optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), heteroaryloxy (optionally substituted by halo, nitro, cyano, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> haloalkyl, C<sub>1-6</sub> alkoxy or C<sub>1-6</sub> haloalkoxy), C<sub>1-8</sub> alkylthio or R<sup>19</sup>R<sup>20</sup>N where R<sup>19</sup> and R<sup>20</sup> are each independently hydrogen, C<sub>1-8</sub> alkyl, C<sub>3-7</sub> cycloalkyl, C<sub>3-6</sub> alkenyl, C<sub>3-6</sub> alkynyl, C<sub>2-6</sub> haloalkyl, or C<sub>1-6</sub> alkoxy carbonyl, or R<sup>19</sup> and R<sup>20</sup> together with the N atom to which they are attached form a five, six or seven-membered heterocyclic ring which may contain one or two further heteroatoms selected from O, N or S and which may be optionally substituted by one or two C<sub>1-6</sub> alkyl groups; and n is 0, 1, 2 or 3.

6. (Previously Presented) A compound according to claim 1 wherein R<sup>8</sup> is C<sub>1-10</sub> alkyl, C<sub>1-10</sub> haloalkyl, aryl(C<sub>1-6</sub>)alkyl (wherein the aryl group is optionally substituted by halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino or dialkylamino), heteroaryl(C<sub>1-6</sub>)alkyl (wherein the heteroaryl group is optionally substituted by halogen, C<sub>1-4</sub>

alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino or dialkylamino), arylcarbonyl-(C<sub>1-6</sub>)alkyl (wherein the aryl group may be optionally substituted by halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino or dialkylamino, and the alkyl group may be optionally substituted by aryl), C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> haloalkenyl, aryl(C<sub>2-6</sub>)-alkenyl (wherein the aryl group is optionally substituted halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino, dialkylamino, or C<sub>1-6</sub> alkoxycarbonyl, or two adjacent substituents can cyclise to form a 5, 6 or 7 membered carbocyclic or heterocyclic ring), heteroaryl(C<sub>2-6</sub>)-alkenyl (wherein the heteroaryl group is optionally substituted halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino, dialkylamino, or C<sub>1-6</sub> alkoxycarbonyl, or two adjacent substituents can cyclise to form a 5, 6 or 7 membered carbocyclic or heterocyclic ring), C<sub>2-6</sub> alkynyl, phenyl(C<sub>2-6</sub>)alkynyl (wherein the phenyl group is optionally substituted by halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino or dialkylamino), C<sub>3-7</sub> cycloalkyl, C<sub>1-6</sub> alkoxycarbonyl, C<sub>1-6</sub> alkylcarbonyl, C<sub>1-6</sub> haloalkylcarbonyl, or aryl(C<sub>2-6</sub>)alkenylcarbonyl (wherein the aryl group may be optionally substituted halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkoxy, CN, NO<sub>2</sub>, aryl, heteroaryl, amino or dialkylamino), or -C(R<sup>51</sup>)(R<sup>52</sup>)-[CR<sup>53</sup>=CR<sup>54</sup>]z-R<sup>55</sup> where z is 1 or 2, R<sup>51</sup> and R<sup>52</sup> are each independently H, halo or C<sub>1-2</sub> alkyl, R<sup>53</sup> and R<sup>54</sup> are each independently H, halogen, C<sub>1-4</sub> alkyl or C<sub>1-4</sub> haloalkyl, and R<sup>55</sup> is optionally substituted aryl or optionally substituted heteroaryl.

7. (Previously Presented) A compound according to claim 1 wherein A<sub>1</sub>, A<sub>2</sub>, A<sub>3</sub>, A<sub>4</sub>, B<sub>1</sub>, B<sub>2</sub>, B<sub>3</sub> and B<sub>4</sub> are each independently hydrogen, halo, cyano, C<sub>1-3</sub> alkyl, or hydroxy, or two groups attached to the same carbon atom together with the carbon atom form a carbonyl group.

8. (Original) A compound of formula (II)



wherein Y, n, R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup>, R<sup>4</sup>, A<sub>1</sub>, A<sub>2</sub>, A<sub>3</sub>, A<sub>4</sub>, B<sub>1</sub>, B<sub>2</sub>, B<sub>3</sub> and B<sub>4</sub> are as defined in claim 1 and R<sup>8</sup> is hydrogen or *tert*-butoxycarbonyl.

9. (Previously Presented) An insecticidal acaricidal and nematicidal composition comprising an insecticidally, acaricidally or nematicidally effective amount of a compound as defined in claim 1.

10. (Previously Presented) A method of combating and controlling insects, acarines, nematodes or molluscs which comprises applying to a pest, to a locus of a pest, or to a plant susceptible to attack by a pest an insecticidally, acaricidally, nematicidally or molluscicidally effective amount of a compound according to claim 1.

11. (Previously Presented) A compound according to claim 1 wherein R<sup>1</sup> is optionally substituted alkyl, optionally substituted alkoxy carbonyl, optionally substituted alkyl carbonyl, aminocarbonyl, optionally substituted alkylaminocarbonyl, optionally substituted dialkylaminocarbonyl, optionally substituted aryl, optionally substituted heteroaryl, optionally substituted alkoxy, optionally substituted aryloxy, optionally substituted heteroaryloxy, optionally substituted heterocyclyloxy, cyano, optionally substituted alkenyl, optionally substituted alkynyl, optionally substituted cycloalkyl, optionally substituted cycloalkenyl, formyl, optionally substituted heterocycl, optionally substituted alkylthio, NO or NR<sup>13</sup>R<sup>14</sup>.

12. (Previously Presented) A compound according to claim 11 wherein Y is a single bond or C=O.

13. (Previously Presented) A compound according to claim 12 wherein  $R^2$ ,  $R^3$ ,  $R^4$ ,  $A_1$ ,  $A_2$ ,  $A_3$ ,  $A_4$ ,  $B_1$ ,  $B_2$ ,  $B_3$  and  $B_4$  are each independently hydrogen, optionally substituted  $C_{1-8}$  alkyl, halo, optionally substituted alkoxy, or cyano.

14. (Previously Presented) A compound according to claim 1 wherein  $R^2$ ,  $R^3$ ,  $R^4$ ,  $A_1$ ,  $A_2$ ,  $A_3$ ,  $A_4$ ,  $B_1$ ,  $B_2$ ,  $B_3$  and  $B_4$  are each independently hydrogen, optionally substituted  $C_{1-8}$  alkyl, halo, optionally substituted alkoxy, or cyano.

15. (Previously Presented) A compound according to claim 1 wherein Y is  $C=O$ .

16. (Previously Presented) A compound according to claim 11 wherein  $R^1$  is pyridyl optionally substituted by halo,  $C_{1-3}$  alkyl or  $C_{1-3}$  haloalkyl.

17. (Previously Presented) An insecticidal acaricidal and nematicidal composition comprising an insecticidally, acaricidally or nematicidally effective amount of a compound as defined in claim 11.

18. (Previously Presented) An insecticidal acaricidal and nematicidal composition comprising an insecticidally, acaricidally or nematicidally effective amount of a compound as defined in claim 12.

19. (Previously Presented) An insecticidal acaricidal and nematicidal composition comprising an insecticidally, acaricidally or nematicidally effective amount of a compound as defined in claim 13.

20. (New) A method of combating and controlling insects, acarines, nematodes or molluscs which comprises applying to a pest, to a locus of a pest, or to a plant susceptible to attack by a pest an insecticidally, acaricidally, nematicidally or molluscicidally effective amount of a compound according to claim 13.